MARVEL

91

DEFALCO
FRENZ
BUSCEMA

THE DAUGHTER OF SPIDER-MAN®

SPIDER-GIRL®

GIRL POWER!

The daughter of the original Spider-Man, May "Mayday" Parker has inherited her father's amazing powers. Possessing the proportionate strength, speed, and agility of a spider, as well as the ability to cling to walls, she now follows in his web-lines! Stan Lee presents...

SPIDER-GIRL

PREVIOUSLY

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While the adult members of the **Fantastic Five** are away on a mission to the Negative Zone, **Spider-Girl** teams up with their children against **Apox**, the cosmically-powered Omega Skrull.

A few days later, she joins the new **Avengers** and a host of others to prevent **Loki**, the Asgardian god of evil, and the incredible **Hulk** from ending the modern **Age of Heroes**.

Meanwhile, after secretly deciding to keep the **Venom symbiote**, **Normie Osborn** returns to the Osborn Corporation and embarks on a new weapons program.

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Ladies and gentlemen, *Kingsley Comfortwear* hopes you enjoyed the fall premiere of *Season of the Spider.*

They say imitation is the sincerest form of flattery.

Doesn't make you feel any better when you're being exploited.

You were shocked when you heard that some sleazebag was going to mass-market *spider-wear.*

Luckily, your mother's in the fashion biz and could easily score tickets to his show.

Can you believe these designs?

Bad enough they're ripping me off--

--they're also taking advantage of every other *Spider-Woman.*

Your name is *May "Mayday" Parker.* You are the daughter of *Spider-Man,* and you'll soon discover...

The Shocking Secret of The SPIDER SHOPPE!

Please give a big hand to our host and designer-- Daniel Kingsley!

What a smug-looking creep!

Trust me-- *his brother was worse!*

Something in your mother's tone indicates that the *Kingsley* boys are not exactly model citizens.

But before you can follow-up...

Uhhhh... Mom?

You need to find cover.

What are--

Oh, no!

I-is your spider-sense tingling?

'Fraid so.

A blinding flash of light, followed by clouds of pungent smoke suddenly rivet your attention...

Daniel Kingsley!

You are a thief, a charlatan and a scoundrel--

--and a DISGRACE to the fashion industry!

PWOOM!

You'd better go, hon.

I'll try to calm the crowd.

PWOOM!

PWOOM!

Yeah.

Sure!

You be careful.

Like caution's really an option when some maniac's tossing smoke grenades.

You will pay for your crimes and treachery.

W-what are you talking about?

I'm just a simple rag merchant trying to make an honest buck.

Riding on their noble reputations for your own selfish gain.

S'funny, you actually agree with the costumed clown in theory...

Daniel Kingsley, prepare to suffer the wrath of La Fantome.

NO! Please, DON'T!

I...I'm willing to *negotiate.*

W-we can work out a fair settlement.

You are **stealing** from brave women who risked their lives to protect the innocent.

In practice...

...not so much!

Change *fair* to *generous* and sign me up!

SPIDER-GIRL!

You can't be serious.

Don't encourage this cockroach! You should be supporting me.

Uhhh... sure.

Would you like me to add to the crowd's panic or help beat on the unarmed man?

KZAK!

Or I could just follow my web-swinger's handbook and tackle the bad guy.

NO--!

You don't realize it, but we're actually on the same side.

That's as *likely*--

--as Kingsley's "*fair*" settlement.

WHOOMP!

=Uffft=

Oh, no!

Mo--Mrs. Parker!

She'll be *trampled.*

Go to her, Spider-Girl!

Save her!
She is worth a thousand Kingsleys.
Do me a favor, Fantome...
Shut up!
I don't need your advice.
I have issues with villains who try to manipulate me.
THWIPPP!
THWIPPP!
A-are you okay, Mom?
I...I'm fine. I just had the wind knocked out of me.
I was hoping the two of us would get a chance to bond today, but this is *ridiculous*.
Hey, you might as well settle back.
"We're stuck here until my webbing starts to melt."

Nearly an hour later...

We're both fine, Dad.

We already gave our statements to this really cute detective who says he knows you.

Daddddddy, I don't care if he's married. I was just saying...

Mom's talking with Mr. Kingsley.

What--?!

No, I'm not repeating *that.*

Seems both your parents have issues with the Kingsleys.

Any idea why this Fantome person would target you, Daniel?

Not really.

Although I've heard rumors of other designers being attacked.

Maybe she's just a big ***spider-fan.***

Perhaps...

I got the idea for my new line from this little boutique that does amazing business.

Since the Spider Shoppe focuses on ***Spider-Girl,*** I thought I could expand the franchise--

--without paying a royalty.

I doubt ***Spider-Man*** ever saw a dime from that old comic book that used to be based on him.

Swell! First, Dad gets beat by some cheesy comic book company, and now I continue the family tradition.

Maybe I should sue the Spider-Shoppe for a piece of the action.

Let's table this discussion for now.

We can continue it at home.

KINGSLEY
FALL PREM
SEASON OF T
SPIDE

I wonder who owns the ***Spider Shoppe,*** anyway.

Could it be one of my old enemies? Someone with a grudge against me?

You've *got* to be kidding.

Please don't tell me that's how you see the world-- *that everyone is either a* **hero** *or a* **villain!**

I...I guess it does sound kind of paranoid when you put it *that* way.

On another subject, how do you know this Kingsley guy?

I used to work for his brother when I was a runway model.

Roderick Kingsley later became a costumed criminal called the ***Hobgoblin.*** He gave your father quite a few headaches.

ahem

I guess everyone *isn't* a hero or villain.

Just everyone *we know.*

You decide to take a little detour on your way home.

The Spider Shoppe sells all things Spider-Girl.

The SPIDER SHOPPE

A concept that didn't really bother you until today.

Funny how they never seem to stock your size.

It's like they don't want you for a customer.

Yeah, not *too* paranoid...

Hi, I'm Staci. Can I help you?

I know you. You've worked here for awhile.

Ever since the store opened.

I'm putting myself through fashion college. I intend to be a famous designer someday.

How lovely...

You mind telling me where you get your inventory?

They are all exclusive designs which are manufactured in America under the direction of our owner.

I'd love to meet him.

I'm afraid that isn't possible.

The owner prefers to remain anonymous.

By the way, we're holding a rally in support of the store next week.

Perhaps you'd like to attend...

A rally--?!

Why does this store need a rally?

Are you *kidding?!*

MIDTOWN HIGH SCHOOL

MIDTO

The ***Spider Shoppe*** is practically an institution in this town.

A mass-merchandiser like ***Kingsley Comfortwear*** could drive ***Spider-Girl*** out of business.

Courtney's right. My Dad always says that we should support the local guy against the big discount warehouses-- *especially when the local guy's our friendly neighborhood web-swinger!*

After all the times she came through for us and this school, a rally is the *least* we owe her.

Rally

It almost sounds like you guys are confusing ***Spider-Girl*** with the ***Spider Shoppe.***

Duhhhh!

She obviously has a connection to it.

Yeah, they couldn't use her name without permission.

I always assumed she used the profits to...*I don't know*...pay for webbing and stuff like that.

What's the matter, May? Don't you support Spider-Girl?

ARRRRGH!

Everyone thinks you have a financial stake in the ***Shoppe--***

--but it was open for a long time before you even learned it existed.

Who's the real villain here?

The Shoppe's mysterious owner?

That Fantome guy?

Kingsley?

At least you know where to find Kingsley.

You should probably check up on him.

NO! You can't do this to me.

KINGSLEY COMFORT

We had a deal. You can't pull out your financial backing now.

Please, Darling! You're embarrassing yourself. Your line is generating too much bad publicity.

Besides, spiders are sooooo last year. Maybe you should think more along the lines of the Avengers.

I hear they're having a resurgence.

Or maybe he should just go back to knocking out leisure suits and culottes.

Y-you again?

I just couldn't resist a peek at your sweatshop.

Sweat-shop?

SWEAT-SHOP?

I only wish I could operate a sweatshop.

These are all union workers.

Such a pity they'll all be unemployed when I destroy you.

You're busy, Darling.

I'll let myself out.

Hey, take it easy already.

Who are you and what do you want?

Do you represent one of the old Spider-Women?

I'm willing to share the wealth, but you spider-people owe me for the way your big boss used to persecute my twin brother.

What is it with people making all these wrong assumptions?

Spider-Man didn't control the other ***Spider-Women.***

He has absolutely no connection to any other spider-person.

Except...

...uhhhhh...

...me.

Fine.

Thanks for the clarification.

Now will you costumed lunatics ***please*** leave me alone?

What do you say, Phanty? Can we accommodate this guy?

You're French. You must know how hard it is for some people to say "please."

I have a **better** *idea...*

SWOFFF!

I'm going to **improve** *the quality of life--*

--by putting the Daniel Kingsleys of this world **out of business.**

The chemical mist seems to cling to your costume--

--making you nauseous and lightheaded.

Oh, God!

You'll just die of embarrassment if you *hurl* in your mask.

I don't want to fight you, Spider-Girl.

We should actually be teaming-up.

Her blows sting more than hurt.

But they buy you time to clear your head--

--and get your stomach under control.

You just need a few more seconds and...

...never mind.

KZAK!

-ARRRK-

Her zap gun must be some kind of modified *taser.* It puts you out for a few minutes and then...

I-is it safe to come out?

I...

I guess.

You were *marvelous,* Spider-Girl.

Spectacular!

Amazing!

We should be in business together.

I can't offer you an advance, but I can certainly give you a better royalty than the Spider Shoppe.

Less my usual *expenses,* of course.

Back off, man! You're creeping me out.

Bah! My brother was right about you spider-freaks.

You hate *entrepreneurs,* and you're against *free enterprise.*

Nice.

Real mature.

There you go making assumptions again.

The Fantome may have accidentally left a clue, and you quickly follow up on it...

POLICE LAB

Experiment in progress

DO NOT ENTER

You say the mist clouded your thinking and slowed your reflexes?

Phil and I should be able to analyze it from the powdery residue we scraped off your costume.

What about me?

Thanks, Dad. It sure does pay to have a forensic scientist in the family.

But you do share a lot in common with *Phil Urich* since he is secretly the *Green Goblin*.

Okay, Uncle Phil...*two* scientists... even though we're not actually related.

By the way, I'm going to see Normie later. He asked me to drop by his place.

Really? Say "*hello*" for me. It's been ages since we've gotten together.

That's because you've been deliberately avoiding *Normie Osborn* ever since he decided to make a pet out of the *Venom Symbiote*--

--but that's a *whoooole* other story!

I'll call you when we have some results.

You be careful, hon.

I'm just headed off to a little protest rally.

The thing at the *Spider Shoppe*?

How do you know about it?

I have my sources.

Thank you all for coming. Your support means so much to us.

We are thrilled to see that so many of you believe in the importance of defending a small "mom and pop" neighborhood store against the megalithic conglomerates.

IDER SHOP E

BIG BUSINESS MUST BACK OFF!

SAVE OUR SPIDER SHOPPE

I've alerted the local media and at least one television crew promised to feature us on tonight's news.

Whoa! This is turning into a much bigger deal than you imagined.

Even your dad knows about it.

Look at all these people! Could Spider-Girl really be so popular?

KINGSLEY SUCKS!

M-Mom--?

Why are *you* here?

May--?

T-this is so embarrassing.

Your hunch was right, Pete...

POLICE

The residue appears to be from a specific commercial compound that employs ethyl-chloride.

I emailed the manufacturer, and they sent a list of recent shipments to the area.

Good job, Phil! I'll review it now.

Any promising suspects?

You and your mother are still dancing around each other when you suddenly hear an all-too-familiar sound...

SAVE OUR SPIDER SHOPPE

KINGSLEY STINKS!

WEEEEEEEEEE

911

Look! Someone must have called the cops to break up the rally.

I'll bet it was that Kingsley creep.

Come INSIDE, everyone!

I'm sure the police are just here to check our permit.

You need a permit to hold a rally?

I'm guessing.

I never actually applied for one.

But we can't let a little technicality stop us before the newspeople arrive.

Please move to the back of the shop.

Is this some kind of storeroom?

Why are we hiding?

We weren't breaking any laws.

The salesgirl seemed to want us here.

But *why?*

She's not the boss of us.

Maybe we should ask her.

Uhhhhh...

We may have a problem.

The door seems to be stuck.

Stuck--

--or locked?!

Are you in charge?

Connelly's the name.

I assume you're Parker.

Captain Ruiz told me that you found a connection between this store and the assault on that designer the other day.

That's correct, sir.

There are no "sirs" here.

We may have a hostage situation on our hands.

The uniforms came roaring in with sirens blasting, and everyone ducked into the store.

Keep back!

No one will be harmed if you obey me.

Ahhhh, I see the news media has finally arrived.

Wow! I thought this was just going to be some boring protest march.

I am La Fantome--the defender of justice!

The champion of the innocent!

And the protector of...

...wellllll

Those who need protection.

Is this clown *serious?!*

Serious enough to take hostages.

Score one for the lab boy.

I'll ask downtown to send a negotiator.

From what I can hear, it seems we're being held by someone called the *Blah Phantom* or something like that.

Could it be *Black* Phantom--?!

I thought he was a good guy.

Whatever his name, we need to get *out* of here.

We need to--*errrr*--create a diversion.

Why--?

It'll disorient this Phantom person and maybe distract him long enough for us to escape.

You have any ideas, Mrs. Parker?

This room is packed with Spider-Girl costumes.

Think how he'll react if he's surrounded by *an army of Spider-Girls.*

Hoo-HA!

Gotta give your mom credit for working the angles.

I don't know if this'll work--

--but I've always wanted an excuse to try on one of these things.

Trust me, Davida, they're not very forgiving. My boyfriend bought me one for my birthday--

--but I always thought it was a present for *him.*

I can't believe they actually stock my size.

They fit Courtney--?!?

Yeah, not too *paranoid!*

Oh, well! At least you brought the real thing--

--and can slip into it, thanks to your mom.

Hey, this is fun and all--

--but *how* do we get past the locked door?

No problem.

I found the key.

Say *whaaa---?!*

Found?

FOUND?!?

Surrender Daniel Kingsley to me, and I'll release the hostages.

Already told you, pal.

No deals until the negotiator arrives.

We both fight for justice, officer--

--but do not test my patience.

HOW about your COURAGE?

Even a masked vigilante has to know his limitations.

The SPIDER-SHOPPE

And no one's tough enough to face--

--the attack of the SPIDER-GIRLS!

Props for the great escape, ladies--

--but you're just the hostages in the store's inventory.

Spider-friends--Go! GO! GO!

Stay back-- I'm warning you!

I can blast my way through each and every one of you--

--and still disappear in a puff of smoke!

THWIPPP!

And you have the nerve to call Kingsley tacky--?!

Show some class and surrender gracefully.

THWIPPP!
THWIPPP!
THWIPPP!
The smoke's getting thicker, but listen to that *thwipping* sound.
I think the *real Spider-Girl* has arrived.
I-it's *possible.*
Certainly *possible.*
There's no need for anyone to get hurt, Spider-Girl.
Tell your friends to back off, and I'll even spare Kingsley.
I'm far from helpless.
My utility pockets contain--
Heyyyy!
And you think that's a *concession--?!*
I really hope you'll go quietly.
I prefer to avoid the whole hitting thing.
You haven't beaten me yet.
I still have one last ace up my--
I get that a lot.
Last chance to surrender.
Kingsley's right!
*You spider-people are **despicable.***
You're just being hurtful now.
--I reallllllly hate you.

Okay, I'm through playing nice.

You wouldn't believe what this smoke is doing to my sinuses.

Let's remove the *cape*, shall we?

EEEyiii!

No need to panic, pal--

SPWONGGGG!

--I can spin a *web* faster'n you can *fly*!

W-we could have made a great team.

Only in your dreams.

Now let's see what you look like beneath the fright mask...

Ohmigosh! It's Sandi the salesgirl.

STACI!

My name's *Staci*.

You may think you've beaten me, but I'm betting I can spin this whole debacle to my advantage.

Maybe even get my own reality television show.

I'm going to ride my fifteen minutes of fame to the top.

You haven't heard the last of me.

Lady, I never wanted to hear the *first* of you.

Anybody know how long this sticky stuff lasts?

About an hour...

Or so I've heard.

More than an hour later...

Are you going to explain exactly how you *found* the key to the storeroom--

--or can we just cut to the part where you admit *you* own the Spider Shoppe?

I was wondering when you'd catch on.

With your father's approval, I set up the store, designed the merchandise and supervised the manufacturing.

I don't know why Staci was so obsessed with Kingsley.

He produces shoddy merchandise. Our clients appreciate quality.

He could never compete with us.

Where did Staci come from, anyway?

A local fashion institute. I recognized her last name and did a little checking.

Her uncle used to be one of your father's old enemies. He built these things called *Spider-Slayers.*

You hired Staci *Smythe--?!*

I was trying to give the girl a break.

Probably explains why she kept insisting she was a *hero* and not a *villain.*

Mind if I ask why you opened the *Spider Shoppe* in the first place?

Kingsley actually hit the nail on the head. Your father never collected a cent from that comic book.

I didn't want history to repeat itself.

The profits are all going into a college fund for you and your brother.

We cool?

We're very cool!

One last question--why don't you stock my size?

Bad enough you keep risking your neck, I certainly didn't want you as a customer!

Meanwhile...

Phil! *Phil!* Good of you to come...

OSBORN PLAZA

I know it's a little late, but this really couldn't wait.

What's with *Hans* and *Fritz*, Normie?

This place has tighter security than my precinct house.

People rarely break *into* police stations.

There is so little to steal.

Come along, and I'll explain why I wanted to see you.

Are you okay, Normie? You seem a little... *different.*

I'm fine, Phil.

Never felt better.

But I do wish you'd call me *Norman.*

Norman--?

I was named for my grandfather.

The first *Green Goblin.*

Yeah, I remember.

Phil, I allowed you to become the *Goblin* because I thought you had potential--

--but you've almost been killed a number of times.

Hey, I'm getting better.

Yes, but I still feel responsible.

What's your point, Normie?

Norman.

I prefer *Norman* now.

And my point is--

--the time has come for a NEW Green Goblin!

KA-ZAKK!

AARRGH!

THE END... for now!

MAYDAY'S MAILBOX

To the deciders of Mayday's fate,

I first discovered SPIDER-GIRL after my best friend bought a digest book with the first five issues in it, and have recently joined the bandwagon, starting at issue #84. The story lines have always been FANTASTIC! Funny Face in issue #85 just cracked me up! What an excuse for a super-villain! We're seeing quite a lot of the symbiote "Venom" lately, but what about Carnage?

Charley Fabb
Eastcote, England

What about him, Charley? Maybe we should put it to a vote and see how our other readers feel.

Dear SPIDER-GIRL Crew,

The recent three-part featuring the Fantastic Five was a very interesting piece of work. I think Spider-Girl should go for Franklin Richards. They seemed very close during parts 2 and 3 and I honestly do think that Psi-Lord still has feelings for May.

I'm also a fan of the Black Cat, and I'm hoping you get Felicity Hardy back in costume.

Cat Burglar
Lima, OH

Your wish is our command, Cat! Well kind of because Felicity is one of the girls who joins Mayday at the Spider Shoppe in this very issue and dons a costume. As for Mayday and Franklin, only time will tell.

Dear Spider-Team,

Shouldn't Spider-Girl face some villains who haven't been recycled from the old Spider-Man comics?

Andrew Shaw
Torrance, CA

She certainly should, Andrew, and she has.

Dear Gang,

Are there any plans to use the Power Pack family in these pages?

Gary A. Swenson

Not at the moment, Gary, but we could put this to *another* vote.

Dear Marvel.

Does Mayday know everything that happened with the Clone Saga and her father?

Sergio Brandon Lopez-Valdez
San Jose, CA

No, Sergio and we're betting that you don't know *everything* that your father experienced, either.

Dear Spider-Team,

Is there any chance of an animated Spider-Girl series or direct to DVD animated movie or even a live action film?

John
Quincy, MA

Anything is possible, John! We just need to find a spare fifty to a hundred million to finance it, and it's HOO-HA time!

Dear Marvel Crew,

With the Venom symbiote attached to him and controlling him--and the fact that he was recently dunked in the goblin formula--will Normie Osborn become the evil Green Goblin like in his first appearance in WHAT IF #105?

Casey Kane
Cold Springs, NY

Like we told John ANYTHING is possible, Casey!

Dear Marvel,

I really like what you did with SPIDER-GIRL #89. I enjoy those rare comic book moments when a super hero is able to solve a problem without pounding it into shape. Never mind the part where Mayday kicks the guy--that was self-defense. The key part is she defied her instincts and refused to punch him. Physical conflict is a staple of the comics industry, and while I'm not condemning it, it's nice to experience a character who finds a peaceful way to solve a situation, a character who knows when to use great power and when to restrain it.

Peter Ambrose
Fort Wayne, IN

Mayday isn't your typical super hero, Peter. The girl's always had her own unique style.

Dear Mayday and Gang,

I'm a huge Marvel Comics fan of 36 years. One of the reasons SPIDER-GIRL is one of my favorite titles is the "old school" feel. It has so many elements that made Spider-Man and almost all the Marvel titles of my youth such absolute classics and a ton of fun. SPIDER-GIRL has characters I genuinely care about, and the phenomenal team of DeFalco, Frenz and Buscema, legends all.

SPIDER-GIRL #89, "The Girl Who Fell To Earth," was one of the most outstanding and powerful issues I have ever read. From the moment May and Davida visited Courtney in the hospital, I started to get the feeling that something different and truly tense was slowly developing, and that was indeed the case. The important words that Caitlan Leiber shared with the girls were so necessary for them...and all of us...to hear, yet they came across without being preachy or heavy-handed. The confrontation between May and Howard in the park, perfectly accentuated by the rainfall, had me on the edge of my seat... but that was nothing compared to Moose's arrival a few pages later. I actually felt afraid and sorry for Howard as I looked over and over at the palpable rage in Moose's eyes--*powerful,* powerful stuff, guys! The final two pages with May and Mary Jane were just the right way to end this unique, disturbing, greatly appreciated issue.

This is one of those comics that people need to share with everyone willing to give it a read. You folks have gone far beyond entertaining here, and done us all a great service. What else can I say, but...thank you.

Todd Erickson
Fridley, MN

Thank YOU, Todd.

Dear Spider-Girl team,

I know this sounds cliche, but SPIDER-GIRL #89 really did speak to me at a time when I needed it. For the past few months, a family member of mine was going through something similar. Like Moose and Mayday, I was very tempted to react violently. I wanted to lash out at "Howard" and the world. Needless to say, it is very hard when loved ones are involved. "Howard" is now in jail awaiting trial and I feel calmer, and your latest issue of SPIDER-GIRL really helped me through it. Thank you for handling the matter so well.

Julio Barone

We're glad we could help, Julio, and we wish our best to your family member.

Thank you, everyone!

For the second time in a few short months, I see Moose in the same position that I've been in. I've stood in those shoes and felt that rage. The difference is that I've never had a chance to confront the abuser of my loved one. It's scary, but I honestly don't know what I would do. Thank you for producing such a powerful issue about something so important. I think it's important for anyone who knows someone who has been abused to be as supportive as possible. I passed a link from the back of the issue to someone who may need it! I urge everyone else to do that as well!

John Dillon
Sedalia, MO

Well done, John, and we hope your loved one is doing as well as possible.

Thanks for being there!

Tom D.

Nancy Lu returns to Forest Hills as Spider-Girl faces the startling return of a powerful super-villain... and it's not the one you think!

MOLLY LAZER
EDITOR

JOE QUESADA
CHIEF